

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	) Chapter 11
	)
W.R. Grace & Co., et al., <sup>1</sup>	) Case No. 01-01139 (JKF)
	) (Jointly Administered)
Debtors.	)
	) <b>Objection Deadline: July 11, 2014 at 4:00 pm</b>
	) <b>Hearing Date: October 14, 2014 at 10:00 am</b>

**SUMMARY OF THE FINAL VERIFIED APPLICATION OF FORMAN PERRY  
WATKINS KRUTZ & TARDY LLP FOR REIMBURSEMENT OF EXPENSES AND  
COMPENSATION FOR SERVICES IN EXCESS OF THE ORDINARY COURSE  
PROFESSIONAL CAP FOR THE PERIODS  
FROM APRIL 1, 2006 THROUGH OCTOBER 31, 2007**

Name of Applicant:	<b>Forman Perry Watkins Krutz &amp; Tardy LLP</b>
Authorized to Provide Professional services to:	<b>W.R. Grace &amp; Co., et al., Debtors and Debtors-in-Possession</b>
Date of Retention:	<b>October 31, 2005 (Ordinary Course Professional)</b>
Period for Which Compensation and Reimbursement is Sought:	<b>April 1, 2006 Through October 31, 2007</b>
Amount of Compensation Sought as Actual, Reasonable, and Necessary:	<b>\$3,304,539.00<sup>2</sup></b>
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	<b>\$330,626.87<sup>3</sup></b>

This is a:    Monthly    Quarterly Application   X   Final Application

---

<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

<sup>2</sup> This amount includes all reductions to fees and \$1,725.00 for preparation of this fee application.

<sup>3</sup> This amount includes all reductions to expenses.

The total time expended for preparation of this fee application is approximately 5 hours and the corresponding compensation requested is approximately \$1,725.00 (which has been included in the above fee compensation total).

**Previous Fee Applications:**

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
April 25, 2007	4/1/2006 – 3/31/2007 <sup>4</sup>	\$1,763,152.50	\$253,394.42	\$1,697,634.00 <sup>5</sup>	\$252,688.93
May 30, 2007	4/1 – 4/30/2007	\$323,470.00	\$12,245.78	\$323,470.00	\$12,245.78
July 25, 2007	5/1 – 5/31/2007	\$237,299.00	\$28,086.70	\$237,299.00	\$28,086.70
August 7, 2007	6/1 – 6/30/2007	\$227,158.50	\$32,208.49	\$227,158.50	\$32,208.49 <sup>6</sup>
October 31, 2007	7/1/2007 – 7/31/2007	\$215,279.00	\$337.03	\$215,279.00	\$337.03
January 30, 2008	8/1/2007 – 8/31/2007	\$228,313.50	\$24.18	\$228,313.50	\$24.18
January 30, 2008	9/1/2007 – 9/30/2007	\$169,774.50	\$356.83	\$169,774.50	\$356.83
January 30, 2008	10/1/2007 – 10/31/2007	\$203,885.50	\$4,678.93	\$203,885.50	\$4,678.93

[This section of the page intentionally left blank.]

---

<sup>4</sup> Forman Perry submitted an application on April 25, 2007 for compensation for unreimbursed expenses and fees in excess of the OCP cap for the fee periods April 1, 2006 through March 31, 2007. Forman Perry had not previously filed a fee application in this matter. Pursuant to the *Order Granting Leave in Accordance with the Orders Authorizing the Debtors to Employ and Compensate Ordinary Course Professionals As It Pertains to Forman Perry Watkins Krutz & Tardy LLP* dated April 2, 2007, Forman Perry was permitted to file fee applications for excess OCP fees and unreimbursed expenses for “all previous months and any future month” in which it incurred same. Therefore, Forman Perry’s first fee application covered all excess fees and unreimbursed expenses incurred over a period of several months prior to the Court’s April 2, 2007 Order. Since that time, all necessary fee applications have been filed on a monthly basis.

<sup>5</sup> Forman Perry received partial compensation and reimbursement of expenses for the April 2006 through October 2006 fee periods in the form of standard OCP monthly payments. Therefore, the amounts indicated in the fee application covering April 1, 2006 through March 31, 2007 represented the unpaid excess fees and unreimbursed expenses minus the normal course (paid or expected) OCP payments for those time periods.

The fees and expenses requested in the April 2006 through March 2007 “catch-up” application were approved on an interim basis by this Court on June 25, 2007. Subsequently, in the Court’s order approving quarterly fee applications for the Twenty-Fourth Period, the Court approved \$1,697,634.00 in fees and \$252,688.93 in expenses which reflects a reduction of \$65,518.50 in fees and \$705.49 in expenses.

<sup>6</sup> In the Court’s order approving quarterly fee applications for the Twenty-Fifth Period, the Court approved \$70,963.06 in expenses which reflects a reduction of \$1,577.91. For purposes of this application, we have noted the reduction in the last month of the period.

The Forman Perry attorneys who rendered professional services in these cases during the fee periods covered by this Final Fee Application are:

Name of Professional	Position with Applicant and Years Admitted to Practice	Hourly Billing Rate	Billed Hours	Total Compensation
KRUTZ, FRED	Partner 29 Years	\$435.00	128.8	\$56,028.00
WATKINS, JR., WALTER G.	Partner 28 Years	\$435.00	63.2	\$27,492.00
MULHOLLAND, DANIEL J	Sr. Associate 21 Years	\$345.00	233.5	\$80,557.50
CROFT, MARCY B.	Partner 9 Years	\$345.00	316.3	\$109,123.50
CRUMP, RICHARD	Partner 25 Years	\$340.00	1.2	\$408.00
MCLEOD, CHAN E.	Associate 3 Years, 11 Months	\$185.00	90.5	\$16,742.50
DEARMAN, TANYA K.	Associate 2 Years, 10 Months	\$185.00	134.8	\$24,938.00
HANNULA, BRIAN B.	Associate 3 Years, 11 Months	\$185.00	40.2	\$7,437.00
METCALF, JOSHUA J.	Associate 5 Years, 11 Months	\$195.00	310.8	\$60,606.00
GARNER, SHARON M.	Associate 5 Years, 11 Months	\$195.00	3.0	\$585.00
HUTH, JONATHAN K.	Sr. Associate 6 Years, 11 Months	\$225.00	33.5	\$7,537.50
CALHOUN, ASHLEY	Associate 3 Years, 4 Months	\$185.00	298.3	\$55,185.50
RATLIFF, MARY MARGARET	Sr. Associate 4 Years, 11 Months	\$225.00	524.9	\$118,102.50
RAGGIO, JOHN W.	Associate 3 Years, 9 Months	\$200.00	1.4	\$280.00
KAMRANI, NATASHA M.	Sr. Associate 6 Years, 9 Months	\$225.00	1.4	\$315.00
PUJOL, PATRICE	Sr. Associate 11 Years, 11 Months	\$225.00	2.2	\$495.00
BUFFINGTON, KEVIN A.	Associate 2 Years, 10 Months	\$185.00	224.7	\$41,569.50
BLUMROSEN, AMY J.	Sr. Associate 9 Years, 9 Months	\$225.00	1.4	\$315.00
MOELLER, EVAN A.	Associate 1 Year, 9 Months	\$185.00	1.1	\$203.50
CARSON, HEATHER J.	Associate 1 Year, 10 Months	\$185.00	28.6	\$5,291.00
SUMMERLIN, AMANDA	Associate 4 Years, 11 Months	\$185.00	18.3	\$3,385.50
SNEDDON, CEEJAYE	Associate 1 Year, 10 Months	\$185.00	170.8	\$31,598.00
<b>TOTAL FOR ATTORNEYS</b>			<b>2628.9</b>	<b>\$ 648,195.50</b>

[This section of the page intentionally left blank.]

The paraprofessionals of Forman Perry who rendered professional services in these cases during the fee periods covered by this Final Fee Application are:

Name of Paraprofessional		Position with Applicant and Number of Years as a Paraprofessional	Hourly Billing Rate	Hours Billed	Total Compensation
Last Name	First Name				
ALAYA	STEPHANIE D.	Paralegal/Document Analyst	\$95.00	2.6	\$247.00
ALDERSON	JUSTIN M.	Paralegal	\$95.00	738.7	\$70,176.50
ALLEN	DEBORAH S.	Paralegal/Document Analyst	\$95.00	347.8	\$33,041.00
ARMSTRONG	ANGELA	Paralegal/Document Analyst	\$95.00	51.2	\$4,864.00
ALLEN	JUDY D.	Paralegal/Document Analyst	\$95.00	143.2	\$13,604.00
ANDERSON	SHAN	Paralegal/Document Analyst	\$95.00	7.2	\$684.00
AVERY	MAYA D.	Paralegal/Document Analyst	\$95.00	14.6	\$1,387.00
BARTON	JANEKIA W.	Paralegal/Document Analyst	\$95.00	66.7	\$6,336.50
BATES	TRACEY C.	Paralegal/Document Analyst	\$95.00	714.7	\$67,896.50
BAXLEY	ALICE L.	Paralegal/Document Analyst	\$95.00	8.5	\$807.50
BENNINGHOFF	COURTNEY E.	Paralegal/Document Analyst	\$95.00	368.1	\$34,969.50
BLACKMON	ERICA M.	Paralegal/Document Analyst	\$95.00	74.8	\$7,106.00
BOLER	KIM L.	Paralegal/Document Analyst	\$95.00	223.1	\$21,194.50
BOWIE	BRIDGETT T.	Paralegal/Document Analyst	\$95.00	117.6	\$11,172.00
BRELAND	SUSAN	Sr. Paralegal/Document Analyst	\$95.00	1029.5	\$97,802.50
BROWN	BRIAN W.	Paralegal/Document Analyst	\$95.00	60.6	\$5,757.00
BRYANT	ROBERT NEIL	Paralegal/Document Analyst	\$95.00	30.4	\$2,888.00
BUTLER	ASHLEY N.	Paralegal/Document Analyst	\$95.00	513.8	\$48,811.00
BYRD	KIM A.	Paralegal/Document Analyst	\$95.00	795.1	\$75,534.50
COUSIN	THELMA B.	Paralegal/Document Analyst	\$95.00	201.2	\$19,114.00
CRABTREE	CHERYLL L.	Paralegal/Document Analyst	\$95.00	404.4	\$38,418.00
CRAINE	RHONDA	Paralegal/Document Analyst	\$95.00	5.4	\$513.00
CRUMP	DEVIN D.	Paralegal/Document Analyst	\$95.00	57.8	\$5,491.00
CRUMP-RILEY	ESANDRA D.	Paralegal/Document Analyst	\$95.00	1155.8	\$109,801.00
DAVIS	LACEY E.	Paralegal/Document Analyst	\$95.00	549.6	\$52,212.00
DAVIS	JACKIE A.	Paralegal/Document Analyst	\$95.00	343.9	\$32,670.50
DEEMER, JR.	WILLIAM M.	Sr. Paralegal/Document Analyst	\$95.00	194.2	\$18,449.00
DELAUGHTER	PATRICIA M.	Paralegal/Document Analyst	\$95.00	35.9	\$3,410.50
DIAL	MAYA M.	Sr. Paralegal/Document Analyst	\$95.00	363.4	\$34,523.00
DINKINS	SHIVOCHEL	Paralegal/Document Analyst	\$95.00	63.8	\$6,061.00
DURHAM	S. MARCHUNE	Paralegal/Document Analyst	\$95.00	71.4	\$6,783.00
EPPS	REGINA D.	Paralegal/Document Analyst	\$95.00	1212.9	\$115,225.50
ESTES	JACKIE F.	Paralegal/Document Analyst	\$95.00	14.2	\$1,349.00
FICKLIN	ASHLEY M.	Paralegal/Document Analyst	\$95.00	1271.6	\$120,802.00
FORD	JACKIE D.	Paralegal/Document Analyst	\$95.00	2.6	\$247.00
FOREST-WILDER	MACHANDRA	Paralegal/Document Analyst	\$95.00	1237.8	\$117,591.00
GRANT	CATHY M.	Paralegal/Document Analyst	\$95.00	59.0	\$5,605.00
GRAY	SHIRLEY A.	Paralegal/Document Analyst	\$95.00	1614.2	\$153,349.00
HAGER	CHERLYN	Paralegal	\$95.00	0.4	\$38.00
HAIRSTON	DARCUS L.	Paralegal/Document Analyst	\$95.00	0.6	\$57.00
HALES	MICHELLE W.	Sr. Paralegal/Document Analyst	\$95.00	554.5	\$52,677.50
HALES	TONIA M.	Paralegal	\$95.00	17.9	\$1,700.50
HATCH	BRIDGET	Paralegal/Document Analyst	\$95.00	246.4	\$23,408.00
HITCHCOCK	JAY	Paralegal/Document Analyst	\$95.00	4.7	\$446.50
HUBBS	LESHUNDA R.	Paralegal/Document Analyst	\$95.00	62.1	\$5,899.50
HUTTON	PRISCILLA	Paralegal/Document Analyst	\$95.00	1624.4	\$154,318.00
INGLE	SHONDRA L.	Paralegal/Document Analyst	\$95.00	280.4	\$26,638.00
JACKSON	CLAY	Paralegal/Document Analyst	\$95.00	73.1	\$6,944.50

Name of Paraprofessional		Position with Applicant and Number of Years as a Paraprofessional	Hourly Billing Rate	Hours Billed	Total Compensation	
Last Name	First Name					
JEFFCOATS	CHRISTEL A.	Paralegal	9 Years, 4 Months	\$105.00	10.5	\$1,102.50
JEFFERSON	KIMBERLY L.	Paralegal/Document Analyst	10 Months	\$95.00	65.7	\$6,241.50
JOHNSON	SALLIE D.	Paralegal/Document Analyst	10 Months	\$95.00	50.3	\$4,778.50
KALAHAR	JULIE C.	Paralegal/Document Analyst	1 Year, 10 Months	\$95.00	144.8	\$13,756.00
KELLY	SHARON	Paralegal/Document Analyst	3 Years, 4 Months	\$95.00	359.7	\$34,171.50
KNIGHT	MARY H.	Paralegal/Document Analyst	10 Months	\$95.00	11.6	\$1,102.00
LANCASTER	LEA ANNE	Paralegal/Document Analyst	2 Years, 4 Months	\$95.00	5.8	\$551.00
KEELER	VALENCIA	Paralegal/Document Analyst	9 Years, 3 Months	\$95.00	44.4	\$4,218.00
LAURO	VALERIE M.	Paralegal/Document Analyst	2 Years, 6 Months	\$95.00	135.8	\$12,901.00
LIPSEY	MARY	Paralegal/Document Analyst	1 Year, 10 Months	\$95.00	97.3	\$9,243.50
MARTIN	EBONIQUE	Paralegal/Document Analyst	10 Months	\$95.00	68.1	\$6,469.50
MCGEE	RODNEY	Paralegal	2 Years, 4 Months	\$95.00	12.6	\$1,197.00
MAYS	SHELIA	Paralegal/Document Analyst	9 Months	\$95.00	605.7	\$57,541.50
MCKINNEY-POPE	KRISTIE N.	Paralegal/Document Analyst	2 Years, 4 Months	\$95.00	465.7	\$44,241.50
MCLIN	JOYCE	Paralegal/Document Analyst	7 Months	\$95.00	25.4	\$2,413.00
MCMILLAN	SHELLY B.	Sr. Paralegal/Document Analyst	5 Years, 9 Months	\$95.00	914.8	\$86,906.00
MERRITT	SHERLITERCE	Paralegal/Document Analyst	3 Years, 8 Months	\$95.00	364.2	\$34,599.00
MILLENBAH	PHYLLIS	Paralegal/Document Analyst	9 Months	\$95.00	65.6	\$6,232.00
MILLER	VIRGINIA	Sr. Paralegal/Document Analyst	4 Years, 4 Months	\$95.00	871.5	\$82,792.50
MILLS	MARILYN	Legal Assistant	20 Years, 4 Months	\$95.00	2.7	\$256.50
MITCHELL	DANA K.	Paralegal/Document Analyst	1 Year, 6 Months	\$95.00	1321.5	\$125,542.50
MOORE	JONI L.	Paralegal/Document Analyst	1 Year, 9 Months	\$95.00	668.8	\$63,536.00
MOORE	DWANESE	Paralegal/Document Analyst	7 Months	\$95.00	9.4	\$893.00
MORGAN	THERESA	Paralegal/Document Analyst	7 Years, 1 Month	\$95.00	55.0	\$5,225.00
MURRAY	KELSEY Y.	Paralegal/Document Analyst	10 Months	\$95.00	47.1	\$4,474.50
MYERS	MARIAH M.	Paralegal/Document Analyst	1 Year, 8 Months	\$95.00	202.4	\$19,228.00
NORWOOD	KELSEY	Paralegal/Document Analyst	5 months	\$95.00	138.0	\$13,110.00
OLSON	JUANITA	Sr. Paralegal/Document Analyst	10 Years, 1 Month	\$95.00	19.3	\$1,833.50
PARKS	JENNIFER	Legal Assistant	2 Years, 10 Months	\$95.00	66.2	\$6,289.00
PAYTON	SHANTAYE Q.	Paralegal/Document Analyst	5 Years, 6 Months	\$95.00	273.0	\$25,935.00
PEETS	HALEY E.	Paralegal/Document Analyst	2 Years, 1 Month	\$95.00	1637.6	\$155,572.00
PENNINGTON	SHARRON	Paralegal/Document Analyst	7 Years, 4 Months	\$95.00	223.8	\$21,261.00
POLK	SUSAN K.	Paralegal/Document Analyst	1 Year, 4 Months	\$95.00	339.3	\$32,233.50
POLLARD	VICKIE L.	Paralegal/Document Analyst	3 Years, 11 Months	\$95.00	1.6	\$152.00
REDMOND	TAMMIE A.	Sr. Paralegal/Document Analyst	3 Years, 3 Months	\$95.00	192.4	\$18,278.00
REEDY	HOLLY	Paralegal/Document Analyst	7 Months	\$95.00	17.7	\$1,681.50
RHODES	KRISTIE N.	Paralegal/Document Analyst	5 Years, 8 Months	\$95.00	15.5	\$1,472.50
ROBIRDS	CHELSEA D.	Paralegal/Document Analyst	7 Months	\$95.00	42.0	\$3,990.00
SANDERS	JENNIFER L.	Paralegal/Document Analyst	1 Year, 4 Months	\$95.00	388.1	\$36,869.50
SAYLES	BARBARA	Paralegal/Document Analyst	1 Year, 1 Month	\$95.00	626.2	\$59,489.00
SIMS	TYLER	Paralegal/Document Analyst	3 Months	\$95.00	424.8	\$40,356.00
SMITH	GLINDA R.	Sr. Paralegal/Document Analyst	13 Years, 10 Months	\$95.00	148.9	\$14,145.50
SMITH	JENNIFER L.	Paralegal/Document Analyst	6 Months	\$95.00	3.2	\$304.00
SMITH	NINA W.	Paralegal	2 Years, 7 Months	\$95.00	1.4	\$133.00
SPEIR	ANDREW	Law Clerk - 2nd Year	2 Years, 4 Months	\$105.00	4.8	\$504.00
SPIRES	MARY	Paralegal/Document Analyst	6 Months	\$95.00	14.8	\$1,406.00
TAYLOR	RENEE L.	Paralegal/Document Analyst	1 Year, 10 Months	\$95.00	24.4	\$2,318.00
THOMAS	RITA J.	Paralegal	6 Years, 8 Months	\$95.00	34.7	\$3,296.50
THOMPSON	DEMITRESS L.	Paralegal/Document Analyst	10 Months	\$95.00	1.0	\$95.00
TOIGO	DANTE W.	Paralegal/Document Analyst	2 Years, 4 Months	\$95.00	1511.5	\$143,592.50
TROLIO	BILL H.	Paralegal/Document Analyst	7 Months	\$95.00	411.9	\$39,130.50

Name of Paraprofessional		Position with Applicant and Number of Years as a Paraprofessional	Hourly Billing Rate	Hours Billed	Total Compensation
Last Name	First Name				
WALKER	JIMMY D	Paralegal/Document Analyst	\$95.00	528.4	\$50,198.00
WANSLEY	TENE D.	Sr. Paralegal	\$105.00	0.4	\$42.00
WARD	COURTNEY	Paralegal	\$95.00	11.3	\$1,073.50
WARREN	J. TYLER	Paralegal	\$95.00	19.0	\$1,805.00
WATKINS	LARRY D.	Sr. Paralegal	\$105.00	34.4	\$3,612.00
WILLIAMS	KIMBERLYN L.	Paralegal/Document Analyst	\$95.00	130.4	\$12,388.00
WILLIAMS	NAKEISHA	Paralegal/Document Analyst	\$95.00	8.1	\$769.50
WILLIAMSON	ANNA L.	Sr. Paralegal	\$105.00	5.7	\$598.50
WOLF	PAUL A.	Paralegal/Document Analyst	\$95.00	142.1	\$13,499.50
YOUNG	ASHLEE C.	Paralegal/Document Analyst	\$95.00	703.1	\$66,794.50
<b>TOTAL FOR PARAPROFESSIONALS</b>				<b>31803.2</b>	<b>\$3,021,862.00</b>

**Grand Total for Fees:** **\$3,670,057.50**  
**<Minus OCP Payment Received>** **- \$300,000.00**  
**Blended Rate:** **\$106.59/Hour**

### Compensation By Matter

Matter Number	Matter Description	Total Hours Billed	Total Fees Requested
21	Claims Analysis Objection and Resolution (Asbestos)	34003.3	\$3,546,777.50
30	Hearings	51.1	\$19,012.50
32	Fee Applications, Applicant	378.7	\$104,267.50
<b>TOTAL FEES FOR ALL MATTERS</b>		<b>34433.1</b>	<b>\$3,670,057.50</b>
<b>&lt;MINUS OCP PAYMENT RECEIVED&gt;</b>			<b>&lt;\$300,000.00&gt;</b>
<b>TOTAL FEES REQUESTED FOR ALL MATTERS</b>			<b>\$3,370,057.50</b>

[This section of the page intentionally left blank.]

Expense Summary

Service Description	Amount
Airfare	\$42,140.15
Car Rental	\$2,696.01
Computer Research/Internet	\$574.60
Computer Westlaw Research	\$727.04
Court Reporter Fee/Deposition	\$5,490.36
Court Costs	\$11.76
Delivery Services	\$6.79
Equipment	\$37.88
Express Mail	\$3,690.23
Filing Fees	\$756.00
Hotel	\$36,199.43
Meeting Space for Deposition	\$221.32
Mileage Reimbursement	\$460.51
Miscellaneous Tips	\$48.27
Office Supplies	\$18.33
Other Travel Expenses	\$8,200.10
Outside Computer Consultant	\$73,975.60
Outside Copy Services	\$17,830.18
Outside Copy/Binding Services/Document Preparation Services	\$93,933.57
Outside Messenger Service	\$297.27
Outside Video Service	\$1,395.00
Parking Fees	\$96.50
Photocopy	\$16,939.35
Postage	\$9.66
Porcess Server Fee	\$16,146.56
Remote Wireless Access	\$6.98
Rental Car	\$162.80
Service of Subpoenas	\$606.05
Taxi Fare	\$80.00
Telephone	\$63.09
Working Meals/FPWK&T and Others	\$2,510.74
Working Meals/FPWK&T Only	\$6,000.23
<b>TOTAL EXPENSES REQUESTED</b>	<b>\$331,332.36</b>

Wilmington, Delaware  
Dated: May 12, 2014

Respectfully Submitted,

**FORMAN PERRY WATKINS KRUTZ & TARDY, LLP**



M. Bryan Croft

200 South Lamar St., Suite 100  
Jackson, Mississippi 39201  
Telephone: 601.960.8630

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re: ) Chapter 11  
 )  
W. R. GRACE & CO., et al.,<sup>1</sup> ) Case No. 01-01139 (JKF)  
 ) (Jointly Administered)  
 )  
Debtors. ) Objection Deadline: May 21, 2014 at 4:00 p.m.  
 ) Hearing Date: October 14, 2014 at 10:00 a.m.

**FINAL VERIFIED APPLICATION OF FORMAN PERRY WATKINS KRUTZ &  
TARDY LLP FOR REIMBURSEMENT OF EXPENSES AND  
COMPENSATION FOR SERVICES IN EXCESS OF THE ORDINARY COURSE  
PROFESSIONAL CAP FOR THE PERIODS  
FROM APRIL 1, 2006 THROUGH OCTOBER 31, 2007**

Pursuant to sections 327, 330 and 331 of title 11 of the United States Code (as amended, the “Bankruptcy Code”), Fed. R. Bankr. P. 2016, this Court’s April 2, 2007 Order Granting Leave in Accordance with the Orders Authorizing the Debtors to Employ and Compensate Ordinary Course Professionals as it Pertains to Forman Perry Watkins Krutz & Tardy LLP, which authorizes Forman Perry to seek compensation in excess of the \$50,000 monthly OCP cap

---

<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food ‘N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

and the \$800,000 aggregate case OCP cap, the Administrative Order Under 11 U.S.C. §§ 105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Professionals and Official Committee Members (the “Interim Compensation Order”), the Amended Administrative Order under 11 U.S.C. §§ 105(a) and 331 Establishing Revised Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members (the “Amended Interim Compensation Order”), Del.Bankr.LR 2016-2, and the Order Pursuant to 11 § 1107(a) and 1108 Authorizing the Debtors to Employ and Compensate Certain Professionals Utilized in the Ordinary Course of the Debtors’ Business (Docket No, 197), which was later amended on December 10, 2002 (Docket No. 3126) and July 24, 2006 (Docket No. 12855) (as amended, collectively, the “OCP Orders”), the law firm of Forman Perry Watkins Krutz & Tardy LLP (“Forman Perry”), ordinary course professional (“OCP”) for the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”) in their Chapter 11 cases, hereby files this Final Verified Application of Forman Perry Watkins Krutz & Tardy LLP for Reimbursement of Expenses and Compensation for Services in Excess of the Ordinary Course Professional Cap For the Periods From April 1, 2006 Through October 31, 2007 (“Final Fee Application”).

By and through this Final Fee Application, Forman Perry seeks final allowance of compensation in the amount of \$3,304,539.00 and reimbursement of actual and necessary expenses in the amount of \$330,626.87 for a total of \$3,635,165.87, or one-hundred percent (100%) of all compensation and expense reimbursement requested, for the period April 1, 2006 through October 31, 2007 (“the Fee Period”), and payment of any unpaid portion of such fees and costs.

In support of this Final Fee Application, Forman Perry respectfully states as follows:

## **BACKGROUND**

### **Retention of Forman Perry**

1. On April 2, 2001 (the “Petition Date”), the Debtors each filed voluntary petitions for relief under Chapter 11 of the Bankruptcy Code (collectively, the “Chapter 11 Cases”). On April 2, 2001, the Court entered an order procedurally consolidating the Chapter 11 Cases for administrative purposes only. Since the Petition Date, the Debtors have continued to operate their businesses and manage their properties as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

2. Forman Perry was retained by the Debtors as an ordinary course professional on October 31, 2005 to conduct third party discovery with respect to Debtors’ asbestos personal injury claimants. By this Court’s order dated April 2, 2007, the Debtors were authorized to permit Forman Perry to seek compensation in excess of the \$50,000 monthly OCP cap and the \$800,000 aggregate case OCP cap. This Order authorized Forman Perry to file fee applications for approval of its excess OCP fees in accordance with this Court’s interim compensation order requirements and other applicable rules and orders of this Court “for all previous months and any future month” in which it incurs excess OCP fees. This Court retained jurisdiction to hear and determine all matters arising from the implementation of the order.

### **Fees and Expenses Allowed on an Interim Basis**

3. Pursuant to the procedures set forth in the Interim Compensation, as amended by the Amended Interim Compensation Order, the OCP Orders, and the Order Granting Leave in Accordance with the Orders Authorizing the Debtors to Employ and Compensate Ordinary Course Professionals As It Pertains to Forman Perry Watkins Krutz & Tardy LLP dated April 2, 2007, Forman Perry was allowed to apply for prior and future monthly compensation for fees in excess of the OCP cap and reimbursement of expenses, and the notice parties listed in the

Amended Interim Compensation Order may object to such request. If no party objected to the Monthly Fee Application within twenty (20) days after the date of service of the Monthly Fee Application, Forman Perry was allowed to submit to the Court a certification of no objection whereupon the Debtors were authorized to pay interim compensation and reimbursement of 80% of the fees and 100% of the expenses requested.

4. Furthermore, and also pursuant to the Amended Interim Compensation Order, within 45 days of the end of each quarter, Forman Perry was to file and serve upon the parties a quarterly request (a “Quarterly Fee Application”) for interim Court approval and allowance of the monthly Fee Applications filed during the quarter covered by that Quarterly Fee Application. If the Court granted the relief requested by the Quarterly Fee Application, the Debtors were authorized and directed to pay the professional 100% of the fees and expenses requested in the monthly Fee Applications covered by that Quarterly Fee Application less any amounts previously paid in connection with the monthly Fee Applications. Any payment made pursuant to the monthly Fee Applications or a Quarterly Fee Application was then subject to final approval of all fees and expenses at a hearing on the professional’s final fee application.

5. This Final Fee Application, which is submitted in accordance with the Amended Interim Compensation Order, is submitted for the reimbursement of expenses and compensation for services rendered in excess of the OCP cap. The work completed and represented in this Final Fee Application covers the following fee periods:

*[This section of the page intentionally left blank.]*

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
April 25, 2007 Docket No. 15310	4/1/2006 – 3/31/2007 <sup>2</sup>	\$1,763,152.50	\$253,394.42	\$1,697,634.00 <sup>3</sup>	\$252,688.93
May 30, 2007 Docket No. 15926	4/1 – 4/30/2007	\$323,470.00	\$12,245.78	\$323,470.00	\$12,245.78
July 25, 2007 Docket No. 16390	5/1 – 5/31/2007	\$237,299.00	\$28,086.70	\$237,299.00	\$28,086.70
August 7, 2007 Docket No. 16502	6/1 – 6/30/2007	\$227,158.50	\$32,208.49	\$227,158.50	\$32,208.49 <sup>4</sup>
October 31, 2007 Docket No. 17264	7/1/2007 – 7/31/2007	\$215,279.00	\$337.03	\$215,279.00	\$337.03
January 30, 2008 Docket No. 17948	8/1/2007 – 8/31/2007	\$228,313.50	\$24.18	\$228,313.50	\$24.18
January 30, 2008 Docket No. 17949	9/1/2007 – 9/30/2007	\$169,774.50	\$356.83	\$169,774.50	\$356.83
January 30, 2008 Docket No. 17950	10/1/2007 – 10/31/2007	\$203,885.50	\$4,678.93	\$203,885.50	\$4,678.93

6. The fees and expenses allowed on an interim basis for which final allowance is sought hereby were submitted as part of Forman Perry's monthly and quarterly fee applications. They are further detailed in the formal summary submitted with this application. Information as

---

<sup>2</sup> Forman Perry submitted an application on April 25, 2007 for compensation for unreimbursed expenses and fees in excess of the OCP cap for the fee periods April 1, 2006 through March 31, 2007. Forman Perry had not previously filed a fee application in this matter. Pursuant to the *Order Granting Leave in Accordance with the Orders Authorizing the Debtors to Employ and Compensate Ordinary Course Professionals As It Pertains to Forman Perry Watkins Krutz & Tardy LLP* dated April 2, 2007, Forman Perry was permitted to file fee applications for excess OCP fees and unreimbursed expenses for "all previous months and any future month" in which it incurred same. Therefore, Forman Perry's first fee application covered all excess fees and unreimbursed expenses incurred over a period of several months prior to the Court's April 2, 2007 Order. Since that time, all necessary fee applications have been filed on a monthly basis.

<sup>3</sup> Forman Perry received partial compensation and reimbursement of expenses for the April 2006 through October 2006 fee periods in the form of standard OCP monthly payments. Therefore, the amounts indicated in the fee application covering April 1, 2006 through March 31, 2007 represented the unpaid excess fees and unreimbursed expenses minus the normal course (paid or expected) OCP payments for those time periods.

The fees and expenses requested in the April 2006 through March 2007 "catch-up" application were approved on an interim basis by this Court on June 25, 2007. Subsequently, in the Court's order approving quarterly fee applications for the Twenty-Fourth Period, the Court approved \$1,697,634.00 in fees and \$252,688.93 in expenses which reflects a reduction of \$65,518.50 in fees and \$705.49 in expenses.

<sup>4</sup> In the Court's order approving quarterly fee applications for the Twenty-Fifth Period, the Court approved \$70,963.06 in expenses which reflects a reduction of \$1,577.91. For purposes of this application, we have noted the reduction in the last month of the period.

to the services rendered, the professionals and paraprofessionals who rendered those services, and the expenses incurred, are also available in the interim applications (and exhibits thereto) filed in accordance with this Court's orders and referred to in the chart above as well as in the Quarterly Applications of Forman Perry (Docket Nos. 16581 and 17996), incorporated fully herein by reference.

**Requested Relief**

7. By this Final Fee Application, Forman Perry requests that the Court approve the final allowance of compensation for professional services rendered in excess of the OCP cap and the reimbursement of actual and necessary expenses incurred by Forman Perry for the fee periods from April 1, 2006 through October 31, 2007, and payment of any unpaid portion of such fees and costs. As stated above, the full scope of services provided and the related expenses incurred are fully described in the applications previously filed with the Court.

**Disinterestedness**

8. As disclosed in the following affidavit:

- a. Affidavit of Disinterestedness of Marcy B. Croft in Support of Forman Perry Watkins Krutz & Tardy LLP's Retention as an Ordinary Course Professional, filed December 19, 2005.

Forman Perry does not hold or represent any interest adverse to the estates, and has been, at all relevant times, a disinterested person as that term is defined in relevant sections of the bankruptcy code.

9. Forman Perry may have in the past represented, may currently represent, and likely in the future will represent, parties-in-interest in connection with matters unrelated to the Debtors and the Chapter 11 Cases. Forman Perry disclosed in the Affidavit its connection to parties-in-interest that it has been able to ascertain using its reasonable efforts. Forman Perry will update

the Affidavit when necessary and when Forman Perry becomes aware of material new information.

**REPRESENTATIONS**

10. Forman Perry believes that its Final Verified Application complies with the requirements of Del.Bankr.LR 2016-2 and the relevant orders of the Court.

11. Forman Perry performed the services for which it is seeking compensation on behalf of or for the Debtors and their estates, and not on behalf of any committee, creditor, or other person.

12. During the fee periods, Forman Perry has received no payment and no promises for payment from any source for services rendered or to be rendered in any capacity whatsoever in connection with these Chapter 11 Cases other than the OCP and interim compensation payments pursuant to the Amended Interim Compensation Order.

13. Forman Perry submitted invoices through the normal OCP process to Debtors for review and payment for compensation and reimbursement of expenses for the April 2006 through March 2007 fee period and April 2007 fee period. Forman Perry received partial compensation and reimbursement for these fee periods in the form of normal course OCP payments. Therefore, the amounts requested in the fee applications are only the remaining unpaid excess OCP fees and unreimbursed expenses for those time periods.

14. Pursuant to Fed. R. Bank. P. 2016(b), Forman Perry has not shared, nor has it agreed to share, (a) any compensation it has received or may receive with another party or person other than with the partners, counsel and associates of Forman Perry, or (b) any compensation another person or party has received or may receive in connection with the Chapter 11 Cases.

WHEREFORE, Forman Perry respectfully requests that the Court enter an order providing that, for the period April 1, 2006 through October 31, 2007, a final allowance be made to Forman Perry in the amount of \$3,304,539.00 and reimbursement of actual and necessary expenses in the amount of \$330,626.87 for a total of \$3,635,165.87, or one-hundred percent (100%) of all compensation and expense reimbursement requested; that Debtors be authorized and directed to pay to Forman Perry the outstanding amount of such sums; and for such other and further relief as this court deems proper.

Wilmington, Delaware  
Dated: May 12, 2014

Respectfully Submitted,

FORMAN PERRY WATKINS KRUTZ & TARDY, LLP  
  
Marcy Bryan Croft

200 South Lamar St., Suite 100  
Jackson, Mississippi 39201  
Telephone: 601.960.8630

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re: ) Chapter 11  
 )  
W.R. Grace & Co., et al.<sup>1</sup>, ) Case No. 01-01139 (JKF)  
 ) (Jointly Administered)  
Debtors. )  
 )

**VERIFICATION**

STATE OF MISSISSIPPI )  
 ) ss.  
COUNTY OF HINDS )

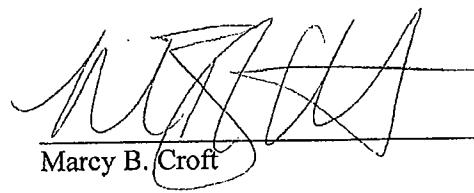
Marcy B. Croft, after being duly sworn according to law, deposes and says:

1. I am a partner with the applicant law firm Forman Perry Watkins Krutz & Tardy LLP ("Forman Perry") and have been admitted to the Bar of the Supreme Court of Mississippi since 1998.
  
2. I have personally performed many of the legal services rendered by Forman Perry as counsel to the above-captioned debtors and debtors in possession (the "Debtors"), and I am familiar with the other work performed on behalf of the Debtors by the lawyers and paraprofessionals of Forman Perry.

---

<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circé Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

3. I have reviewed the foregoing Application, and the facts set forth therein are true and correct to the best of my knowledge, information, and belief. Moreover, I have reviewed the Local Bankruptcy Rules for the District of Delaware and submit that the Application substantially complies with such rules.



Marcy B. Croft

SWORN AND SUBSCRIBED  
Before me this the 12<sup>th</sup> day of May, 2014

*Cynthia C.*  
Notary Public  
My Commission Expires **CYNTHIA C. FULLER**  
